

IRON MOUNTAIN INC
Form 4
May 04, 2016

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BAILEY CLARK H

2. Issuer Name and Ticker or Trading Symbol
IRON MOUNTAIN INC [IRM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
9 CLUB WAY

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/02/2016

Director 10% Owner
 Officer (give title below) Other (specify below)

NEW ROCHELLE, NY 10804

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|-----------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock, par value \$.01 per share | 05/02/2016 | | M | | 9,772 A \$ 19.947 | 161,367 (1) | D |
| Common Stock, par value \$.01 per share | 05/02/2016 | | S | | 6,868 D \$ 37.07 | 154,499 | D |
| Common Stock, par value \$.01 per share | 05/02/2016 | | S | | 2,904 D \$ 37.08 | 151,595 | D |

| | | | |
|-----------------------------------------|--------|---|-------------------------|
| Common Stock, par value \$.01 per share | 12,409 | I | See footnote <u>(2)</u> |
| Common Stock, par value \$.01 per share | 12,409 | I | See footnote <u>(3)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Employee Stock Option (Right to Buy) | \$ 19.947 | 05/02/2016 | | M | 9,772 | <u>(4)</u> 05/24/2016 | Common Stock | 9,772 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BAILEY CLARK H 9 CLUB WAY NEW ROCHELLE, NY 10804 | X | | | |

Signatures

/s/ Garry B. Watzke, under Power of Attorney dated September 16, 2010, from Clarke H. Bailey

05/04/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) This amount has been reduced by one (1) share to correct a rounding error with respect to the number of shares of Iron Mountain common stock acquired by the Reporting Person on November 4, 2014 as a result of the Reporting Person's receipt of his pro rata portion of the special distribution declared by the Board of Directors of Iron Mountain Incorporated on September 15, 2014 and paid on November 4, 2014.
- (2) Shares held by the Clarke H. Bailey GST Trust for the benefit of Trent S. Bailey.
- (3) Shares held by the Clarke H. Bailey GST Trust for the benefit of Turner H. Bailey.
- (4) This stock option, representing a right to purchase a total of 9,772 shares, is fully vested. The number of stock options granted includes previously reported adjustments effective on September 26, 2014 made in connection with the special distribution declared by the Board of Directors of the Issuer on September 15, 2014 and paid on November 4, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.